

UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION

| | | |
|-------------------------------------|---|---------------------|
| IN RE: | } | CASE NUMBER |
| | } | 3:16-bk-02233-PMG |
| PREMIER EXHIBITIONS MANAGEMENT, LLC | } | |
| | } | JUDGE PAUL M. GLENN |
| | } | |
| DEBTOR. | } | CHAPTER 11 |

DEBTOR'S STANDARD MONTHLY OPERATING REPORT (BUSINESS)

FOR THE PERIOD
FROM July 1, 2016 TO July 31, 2016

Comes now the above-named debtor and files its Monthly Operating Reports in accordance with the Guidelines established by the United States Trustee and FRBP 2015.

/s/ Daniel F. Blanks

Attorney for Debtor's Signature

Debtor's Address
and Phone Number:

PREMIER EXHIBITIONS MANAGEMENT, LLC

3045 Kingston Court, Suite I

Peachtree Corners GA 30071

+1 (404) 842-2600

Attorney's Address
and Phone Number:

NELSON MULLINS (Attn: Daniel Blanks)

50 N. Laura Street, 41st Floor

Jacksonville, FL 32202

+1 (404) 665-3600

Note: The original Monthly Operating Report is to be filed with the court and a copy simultaneously provided to the United States Trustee Office. Monthly Operating Reports must be filed by the 20th day of the following month.

For assistance in preparing the Monthly Operating Report, refer to the following resources on the United States Trustee Program Website, http://www.usdoj.gov/ust/r21/reg_info.htm

- 1) Instructions for Preparations of Debtor's Chapter 11 Monthly Operating Report
- 2) Initial Filing Requirements
- 3) Frequently Asked Questions (FAQs) <http://www.usdoj.gov/ust/>

EXHIBIT LIST OF DOCUMENTS / FILES FOR US TRUSTEEFOR THE PERIOD 01-Jul-16 AND ENDING 31-Jul-16Name of Debtor: PREMIER EXHIBITIONS MANAGEMENT, LLC Case Number 3:16-bk-02233-PMGDate of Petition: 14-Jun-16

Premier Exhibitions Management, LLC

Per MOR-2

SEE BALANCE SHEET & GENERAL LEDGEREXHIBIT ITEM

- 1 Premier Exhibitions Management LLC Balance Sheet 7-31-2016 MO
- 2 GL Detail 7-31-16

SEE PROFIT & LOSS STATEMENTEXHIBIT ITEM

- 3 Premier Exhibition Management Income Statement 7-31-2016

BANK STATEMENTS AND RECONCILIATIONS ATTACHEDEXHIBIT ITEM

- 4 07.2016 - 3309 TUT Bank Account \$54,185.74
- 5 07.2016 - 4747 Sweep
- 6 07.2016 - 7129 Sweep
- 7 07.2016 - 7579 Old Account - debit memo
- 8 07.2016 - 8357 Inactive
- 9 07.2016 - 9523 Check Clearing Account and Reconciliation
- 10 07.2016 - 9655 Sweep
- 11 07.2016 - 9663 Sweep Online Sales
- 12 07.2016 - 9697 Operating Bank Account
- 13 07.2016 - 9705 Deposit Clearing Account
- 14 07.2016 - 9713 Payroll Bank Account

EXHIBIT ITEM

- 15 07.2016 - 9721 Sweep
- 16 07.2016 - 9747 Inactive
- 17 07.2016 - 9754 Inactive
- 18 07.2016 - 9762 Sweep
- 19 07.2016 - 9770 Sweep
- 20 07.2016 - 9788 Sweep
- 21 9697 Bank Reconciliation
- 22 Royal Bank of Scotland 7-31-2016 \$35,060.86
- 23 Royal Bank of Scotland statement 6-30-2016 \$8580.11
- 24 RB Scotland Close Out Statement \$8,558.11 7-1-2016
- 25 Wells Fargo July 2016 Statement \$4,518.16
- 26 10999 Undeposited Funds - 7-31-2016

Per MOR-3

EXHIBIT ITEM

- 27 Cash Transactions History 7-31-2016 - 20
Please refer to MOR-2 EXHIBIT 2 named "GL Detail 7-31-16"
- 28 Check Register Standard July 2016

Per MOR-4

EXHIBIT ITEM

- Please refer to MOR-2 EXHIBIT 1- Premier Exhibitions Management LLC Balance Sheet 7-31-2
- 29 Aged AR Detail - 7-31-2016
- 30 AR Transactions - 7-31-2016
Same as MOR-3 - GL Detail 7-31-16
Same as above - Aged AR Detail - 7-31-2016

Per MOR-5

EXHIBIT ITEM

- 31 Aged AP Detail - 07-31-2016
- 32 AP Transactions 7-31-2016

Per MOR-6

EXHIBIT ITEM

- Please refer to MOR-2 EXHIBIT 1- Premier Exhibitions Management LLC Balance Sheet 7-31-2
- 33 12000 - Inventory

Per MOR-7

Please refer to MOR-2 and the files listed under "Bank Statements and Reconciliations"

Per MOR-8

Please refer to MOR-3 EXHIBIT 28 named, "Check Register Standard July 2016"

Per MOR-9, MOR-10, MOR-11 and MOR-12

Please refer to MOR-2 and the files listed under "Bank Statements and Reconciliations"

Per MOR-13

EXHIBIT ITEM

- 34 BOA CD 9742 - 07.2016
- 35 10030 Premier - Petty Cash

Per MOR-14

Please refer to MOR-2 EXHIBIT 31 named, "Aged AP Detail - 07-31-2016"

SCHEDULE OF RECEIPTS AND DISBURSEMENTS**FOR THE PERIOD BEGINNING**01-Jul-16**AND ENDING** 31-Jul-16Name of Debtor: PREMIER EXHIBITIONS MANAGEMENT, LLCCase Number 3:16-bk-02233-PMGDate of Petition: 14-Jun-16**SEE BALANCE SHEET & GENERAL LEDGER**

- 1 Premier Exhibitions Management LLC Balance Sheet 6-30-2016 MO
- 2 GL Detail 7-31-16

SEE PROFIT & LOSS STATEMENT

- 3 Premier Exhibition Management Income Statement 7-31-2016

BANK STATEMENTS AND RECONCILIATIONS ATTACHED

- | | |
|--|---|
| 4 07.2016 - 3309 TUT Bank Account \$54,185.74 | 15 07.2016 - 9721 Sweep |
| 5 07.2016 - 4747 Sweep | 16 07.2016 - 9747 Inactive |
| 6 07.2016 - 7129 Sweep | 17 07.2016 - 9754 Inactive |
| 7 07.2016 - 7579 Old Account - debit memo | 18 07.2016 - 9762 Sweep |
| 8 07.2016 - 8357 Inactive | 19 07.2016 - 9770 Sweep |
| 9 07.2016 - 9523 Check Clearing Account and Reconcilat | 20 07.2016 - 9788 Sweep |
| 10 07.2016 - 9655 Sweep | 21 9697 Bank Reconciliation |
| 11 07.2016 - 9663 Sweeo Online Sales | 22 Royal Bank of Scotland 7-31-2016 \$35,060.86 |
| 12 07.2016 - 9697 Operating Bank Account | 23 Royal Bank of Scotland statement 6-30-2016 \$8580 |
| 13 07.2016 - 9705 Deposit Clearing Account | 24 RB Scotland Close Out Statement \$8,558.11 7-1-201 |
| 14 07.2016 - 9713 Payroll Bank Account | 25 Wells Fargo July 2016 Statement \$4,518.16 |
| | 26 10999 Undeposited Funds - 7-31-2016 |

| | Current month | Cumulative Petition to date |
|---|-----------------------|--------------------------------|
| 1. Funds at beginning of period per bank | \$ 1,770,002.11 (a) | \$ 1,235,737.00 (b) |
| 2. Receipts: | | |
| 3. Total receipts (lines 2A+2B+2C) | | |
| 4. Total funds available for operations (line 1+line 3) | | |
| 5. Disbursements | | |
| 6. Total Disbursements (sum of 5A thru W) | | |
| 7. Ending balance (line 4 minus line 6) | \$ 1,874,954.35 (c) | \$ 1,874,954.35 (c) |

I declare under penalty of perjury that this statement and the accompanying documents and reports are true and correct to the best of my knowledge and belief.

This 23 day of Aug, 2016

Signature

(a) This number is carried forward from last month's report. For the first report only, this number will be the balance as of the petition date.

(b) This figure will not change from month to month. It is always the amount of funds on hand as of the date of the petition.

(c) These two amounts will always be the same if form is completed correctly.

SCHEDULE OF RECEIPTS AND DISBURSEMENTS**Detail of Other Receipts and Other Disbursements****OTHER RECEIPTS:****Describe Each Item of Other Receipt and List Amount of Receipt. Write totals on Page MOR-2, Line 2C.**

| <u>Description</u> | <u>Current Month</u> | <u>Cumulative Petition to Date</u> |
|--------------------|----------------------|--|
|--------------------|----------------------|--|

SEE CASH TRANSACTION JOURNAL AND GENERAL LEDGER ATTACHED

27 Cash Transactions History 7-31-2016 - 20

Please refer to MOR-2 EXHIBIT 2 named "GL Detail 7-31-16"

| | | |
|----------------------|------|------|
| TOTAL OTHER RECEIPTS | \$ - | \$ - |
|----------------------|------|------|

"Other Receipts" includes Loans from Insiders and other sources (i.e. Officer/Owner, related parties directors, related corporations, etc.). Please describe below:

| Loan amount | Source of funds | Purpose | Repayment schedule |
|-------------|-----------------|---------|--------------------|
|-------------|-----------------|---------|--------------------|

OTHER DISBURSEMENTS:**Describe Each Item of Other Disbursement and List Amount of Disbursement. Write totals on Page MOR-2, Line 5W.**

| <u>Description</u> | <u>Current Month</u> | <u>Cumulative Petition to Date</u> |
|--------------------|----------------------|--|
|--------------------|----------------------|--|

SEE CHECK REGISTER ATTACHED AND GENERAL LEDGER

28 Check Register Standard July 2016

| | | |
|---------------------------|------|------|
| TOTAL OTHER DISBURSEMENTS | \$ - | \$ - |
|---------------------------|------|------|

NOTE: Attach a current Balance Sheet and Income (Profit & Loss) Statement.

Attachment 3
Inventory and Fixed Assets Report

Name of Debtor: PREMIER EXHIBITIONS MANAGEMENT, LLC Case Number: 3:16-bk-02233-PMG
 Reporting period beginning 01-Jul-16 Period ending 31-Jul-16

INVENTORY REPORT**SEE BALANCE SHEET**

33 12000 - Inventory

INVENTORY BALANCE AT PETITION DATE: \$ 744,012.25

INVENTORY RECONCILIATION:

| | | |
|---|-----------------------------|-----|
| Inventory Balance at Beginning of Month | <u>\$ 673,929.00</u> | (a) |
| PLUS: Inventory Purchased During Month | <u> </u> | |
| MINUS: Inventory Used or Sold | <u> </u> | |
| PLUS/MINUS: Adjustments or Write-downs | <u> </u> | * |
| Inventory on Hand at End of Month | <u>\$ 662,333.00</u> | |

METHOD OF COSTING INVENTORY: Weighted average cost

*For any adjustments or write-downs provide explanation and supporting documentation, if applicable.

INVENTORY AGING

| Less than 6 months old | 6 months to 2 years old | Greater than 2 years old | Considered Obsolete | Total Inventory |
|---------------------------|----------------------------|-----------------------------|------------------------|-----------------|
| 55% | 45% | | | = 100% |

* Aging Percentages must equal 100%.

☐ Check here if inventory contains perishable items.**Description of Obsolete Inventory:**Represents inventory related to non-touring exhibits**FIXED ASSET REPORT****SEE BALANCE SHEET**FIXED ASSETS FAIR MARKET VALUE AT PETITION DATE: \$ 4,000,000.00 (b)
 (Includes Property, Plant and Equipment)BRIEF DESCRIPTION (First Report Only):

FIXED ASSETS RECONCILIATION:

| | | |
|--|-----------------------------|--------|
| Fixed Asset Book Value at Beginning of Month | <u> </u> | (a)(b) |
| MINUS: Depreciation Expense | <u> </u> | |
| PLUS: New Purchases | <u> </u> | |
| PLUS/MINUS: Adjustments or Write-downs | <u> </u> | * |
| Ending Monthly Balance | <u>\$ -</u> | |

*For any adjustments or write-downs, provide explanation and supporting documentation, if applicable.

BRIEF DESCRIPTION OF FIXED ASSETS PURCHASED OR DISPOSED OF DURING THE REPORTING PERIOD:

(a) This number is carried forward from last month's report. For the first report only, this number will be the balance as of the petition date.

(b) Fair Market Value is the amount at which fixed assets could be sold under current economic conditions.
 Book Value is the cost of the fixed assets minus accumulated depreciation and other adjustments.

Attachment 4A**Monthly summary of bank activity - operating account**Name of Debtor: PREMIER EXHIBITIONS MANAGEMENT, Case Number: 3:16-bk-02233-PMGReporting period beginning 01-Jul-16 Period ending 31-Jul-16

Attach a copy of current month bank statement and bank reconciliation to this Summary of Bank Activity. A standard bank reconciliation form can be found at http://www.usdoj.gov/ust/r21/reg_info.htm. If bank accounts other than the three required by the United States Trustee Program are necessary, permission must be obtained from the United States Trustee prior to opening the accounts. Additionally, use of less than the three required bank accounts must be approved by the United States Trustee.

Name of bank **Bank of America Merrill Lynch** Branch **NOT APPLICABLE**
 Account name **Premier Exhibition Management LLC** Account number **3340 3706 9697**

Purpose of account: OPERATING SWEEP

| | | | |
|--|----|---|----------|
| Ending balance per bank statement | \$ | - | |
| Plus total amount of outstanding deposits | \$ | - | |
| Minus: total amount of outstanding checks and other debits | \$ | - | * |
| Minus: service charges | \$ | - | |
| End of month balance | \$ | - | ** (a) |

SEE BALANCE SHEET, BANK STATEMENT, RECONCILIATION FOR ALL BANK ACCOUNTS* Debit cards are used by None

** If Closing Balance is negative, provide explanation: _____

The following disbursements were paid in Cash (do not includes items reported as Petty Cash on Attachment

4D: (☐ Check here if cash disbursements were authorized by United States Trustee)

| Date | Amount | Payee | Purpose | Reason for Cash Disbursement |
|------|--------|-------|---------|------------------------------|
|------|--------|-------|---------|------------------------------|

None**TRANSFERS BETWEEN DEBTOR IN POSSESSION ACCOUNTS**

"Total Amount of Outstanding Checks and other debits", listed above, includes:

ALL SWEEP ACCOUNTS TRANSFER INTO MAIN ACCOUNT. THERE IS ALSO CHECK AND DEPOSIT CLEARING ACCOUNTS.\$ 270,768 Transferred to Payroll Account\$Nil Transferred to Tax Account

(a) The total of this line on Attachment 4A, 4B and 4C plus the total of 4D must equal the amount reported as "Ending Balance" on Schedule of Receipts and Disbursements (Page MOR-2, Line 7).

Attachment 4A**Monthly summary of bank activity - operating account**Name of Debtor: PREMIER EXHIBITIONS MANAGEMENT, Case Number: 3:16-bk-02233-PMGReporting period beginning 01-Jul-16 Period ending 31-Jul-16

Attach a copy of current month bank statement and bank reconciliation to this Summary of Bank Activity. A standard bank reconciliation form can be found at http://www.usdoj.gov/ust/r21/reg_info.htm. If bank accounts other than the three required by the United States Trustee Program are necessary, permission must be obtained from the United States Trustee prior to opening the accounts. Additionally, use of less than the three required bank accounts must be approved by the United States Trustee.

Name of bank **Bank of America Merrill Lynch** Branch **NOT APPLICABLE**Account name **Premier Exhibition Management LLC** Account number **3340 3709 3309**Purpose of account: PEM TUT

| | |
|--|-------------------------------|
| Ending balance per bank statement | \$ 54,186.00 |
| Plus total amount of outstanding deposits | \$ - |
| Minus: total amount of outstanding checks and other debits | <u> </u> * |
| Minus: service charges | \$ - |
| End of month balance | <u>\$ 54,186.00</u> ** (a) |

* Debit cards are used by None

** If Closing Balance is negative, provide explanation: _____

The following disbursements were paid in Cash (do not includes items reported as Petty Cash on Attachment

4D: (☐ Check here if cash disbursements were authorized by United States Trustee)

| Date | Amount | Payee | Purpose | Reason for Cash Disbursement |
|------|--------|-------|---------|------------------------------|
|------|--------|-------|---------|------------------------------|

None

TRANSFERS BETWEEN DEBTOR IN POSSESSION ACCOUNTS

"Total Amount of Outstanding Checks and other debits", listed above, includes:

\$Nil Transferred to Payroll Account\$Nil Transferred to Tax Account

(a) The total of this line on Attachment 4A, 4B and 4C plus the total of 4D must equal the amount reported as "Ending Balance" on Schedule of Receipts and Disbursements (Page MOR-2, Line 7).

Attachment 4A**Monthly summary of bank activity - operating account**Name of Debtor: PREMIER EXHIBITIONS MANAGEMENT, Case Number: 3:16-bk-02233-PMGReporting period
beginning 01-Jul-16 Period ending 31-Jul-16

Attach a copy of current month bank statement and bank reconciliation to this Summary of Bank Activity. A standard bank reconciliation form can be found at http://www.usdoj.gov/ust/r21/reg_info.htm. If bank accounts other than the three required by the United States Trustee Program are necessary, permission must be obtained from the United States Trustee prior to opening the accounts. Additionally, use of less than the three required bank accounts must be approved by the United States Trustee.

Name of bank **Wells Fargo Business Choice Checking Branch** **NOT APPLICABLE**

Account name **Premier Exhibition Management LLC** Account number **5812171139**

Purpose of account: OPERATING

| | | |
|--|-----|-------------------|
| Ending balance per bank statement | \$ | 4,532.00 |
| Plus total amount of outstanding deposits | \$ | - |
| Minus: total amount of outstanding checks and other debits | -\$ | 13.84 * |
| Minus: service charges | \$ | - |
| End of month balance | \$ | 4,518.16 ** (a) |

* Debit cards are used by None

** If Closing Balance is negative, provide explanation: _____

The following disbursements were paid in Cash (do not includes items reported as Petty Cash on Attachment

4D: (☐ Check here if cash disbursements were authorized by United States Trustee)

| Date | Amount | Payee | Purpose | Reason for Cash Disbursement |
|------|--------|-------|---------|------------------------------|
|------|--------|-------|---------|------------------------------|

None

TRANSFERS BETWEEN DEBTOR IN POSSESSION ACCOUNTS

"Total Amount of Outstanding Checks and other debits", listed above, includes:

\$Nil Transferred to Payroll Account\$Nil Transferred to Tax Account

(a) The total of this line on Attachment 4A, 4B and 4C plus the total of 4D must equal the amount reported as "Ending Balance" on Schedule of Receipts and Disbursements (Page MOR-2, Line 7).

Attachment 4A**Monthly summary of bank activity - operating account**Name of Debtor: PREMIER EXHIBITIONS MANAGEMENT, Case Number: 3:16-bk-02233-PMGReporting period
beginning 01-Jul-16 Period ending 31-Jul-16

Attach a copy of current month bank statement and bank reconciliation to this Summary of Bank Activity. A standard bank reconciliation form can be found at http://www.usdoj.gov/ust/r21/reg_info.htm. If bank accounts other than the three required by the United States Trustee Program are necessary, permission must be obtained from the United States Trustee prior to opening the accounts. Additionally, use of less than the three required bank accounts must be approved by the United States Trustee.

SEE ATTACHED STATEMENT

| | | | |
|----------------------------|---|-----------------------|-------------------------------------|
| Name of bank | Royal Bank of Scotland | Branch | NOT APPLICABLE |
| Account name | RMS Titanic (UK) Limited | Account number | 10134386 CLOSED JULY 1, 2016 |
| Account name | Premier (United Kingdom) Limited | Account number | 10134351 |
| Purpose of account: | <u>OPERATING</u> | | |

| | | | |
|--|-----|-----|--------------------|
| Ending balance per bank statement | GBP | \$ | 35,079.56 |
| Plus total amount of outstanding deposits | | \$ | - |
| Minus: total amount of outstanding checks and other debits | | | * |
| Minus: service charges | | -\$ | 18.70 |
| End of month balance | GBP | \$ | 35,060.86 ** (a) |

* Debit cards are used by None

** If Closing Balance is negative, provide explanation: _____

The following disbursements were paid in Cash (do not includes items reported as Petty Cash on Attachment

4D: (☐ Check here if cash disbursements were authorized by United States Trustee)

| Date | Amount | Payee | Purpose | Reason for Cash Disbursement |
|------|--------|-------|---------|------------------------------|
|------|--------|-------|---------|------------------------------|

None**TRANSFERS BETWEEN DEBTOR IN POSSESSION ACCOUNTS**

"Total Amount of Outstanding Checks and other debits", listed above, includes:

\$Nil Transferred to Payroll Account\$Nil Transferred to Tax Account

(a) The total of this line on Attachment 4A, 4B and 4C plus the total of 4D must equal the amount reported as "Ending Balance" on Schedule of Receipts and Disbursements (Page MOR-2, Line 7).

Attachment 5A
Check register - operating account

| | | | |
|----------------------------|--|----------------|--------------------------|
| Name of Debtor: | <u>PREMIER EXHIBITIONS MANAGEMENT, LLC</u> | Case Number: | <u>3:16-bk-02233-PMG</u> |
| Reporting period beginning | <u>01-Jul-16</u> | Period ending | <u>31-Jul-16</u> |
| Name of bank | Bank of America Merrill Lynch | Branch | NOT APPLICABLE |
| Account name | Premier Exhibition Management LLC | Account number | 3340 3706 9697 |

Purpose of account: OPERATING SWEEP

Account for all disbursements, including voids, lost checks, stop payments, etc. In the alternative, a computer generated check register can be attached to this report, provided all the information requested below is included.

| Date | Check number | Payee | Purpose | Amount |
|-----------------------------|--------------|-------|---------|--------|
| SEE ATTACHED CHECK REGISTER | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| Total | | | | |

Attachment 4B**Monthly summary of bank activity - payroll account**Name of Debtor: PREMIER EXHIBITIONS MANAGEMENT, LLC Case Number: 3:16-bk-02233-PMGReporting period
beginning 01-Jul-16 Period ending 31-Jul-16

Attach a copy of current month bank statement and bank reconciliation to this Summary of Bank Activity. A standard bank reconciliation form can be found at
http://www.usdoj.gov/ust/r21/reg_info.htm

Name of bank **Bank of America Merrill Lynch** Branch **NOT APPLICABLE**Account name **Premier Exhibition Management** Account number **3340 3706 9713**Purpose of account: PAYROLL

| | | |
|--|--------------|----------|
| Ending balance per bank statement | <u>\$Nil</u> | |
| Plus total amount of outstanding deposits | <u>\$ -</u> | |
| Minus: total amount of outstanding checks and other debits | <u></u> | * |
| Minus: service charges | <u>\$ -</u> | |
| End of month balance | <u>\$Nil</u> | ** (a) |

* Debit cards are used by _____

** If Closing Balance is negative, provide explanation: _____

The following disbursements were paid in Cash: (☐ Check here if cash disbursements were authorized by United States Trustee)

| Date | Amount | Payee | Purpose | Reason for Cash Disbursement |
|------|--------|-------|---------|------------------------------|
| None | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

The following non-payroll disbursements were made from this account:

| Date | Amount | Payee | Purpose | Reason for Cash Disbursement |
|------|--------|-------|---------|------------------------------|
| None | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

(a) The total of this line on Attachment 4A, 4B and 4C plus the total of 4D must equal the amount reported as "Ending Balance" on Schedule of Receipts and Disbursements (Page MOR-2, Line 7).

Attachment 5B
Check register - Payroll Account

Name of Debtor: PREMIER EXHIBITIONS MANAGEMENT, LLC Case Number: 3:16-bk-02233-PMG

Reporting period beginning 01-Jul-16 Period ending 31-Jul-16

Name of bank **Bank of America Merrill Lyn** Branch **NOT APPLICABLE**

Account name **Premier Exhibition Manager** Account number **3340 3706 9713**

Purpose of account: PAYROLL

Account for all disbursements, including voids, lost checks, stop payments, etc. In the alternative, a computer generated check register can be attached to this report, provided all the information requested below is included.

| Date | Check Number | Payee | Purpose | Amount |
|-------|--------------|-------|---------|--------------|
| None | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| TOTAL | | | | <u>\$Nil</u> |

Attachment 4C
Monthly Summary of Bank Activity - Tax Account

Name of Debtor: PREMIER EXHIBITIONS MANAGEMENT, LLC Case Number: 3:16-bk-02233-PMG

Reporting period beginning 01-Jul-16 Period ending 31-Jul-16

Attach a copy of current month bank statement and bank reconciliation to this Summary of Bank Activity. A standard bank reconciliation form can be found at http://www.usdoj.gov/ust/r21/reg_info.htm

Name of bank **None** Branch **None**

Account name **None** Account number **None**

Purpose of account: TAX
PAYROLL ACCOUNT IS USED TO PAY TAXES

| | | |
|--|--------------|----------|
| Ending balance per bank statement | <u>\$Nil</u> | |
| Plus total amount of outstanding deposits | <u>\$ -</u> | |
| Minus: total amount of outstanding checks and other debits | <u>-</u> | * |
| Minus: service charges | <u>\$ -</u> | |
| Ending balance per Check Register | <u>\$Nil</u> | ** (a) |

* Debit cards are used by None

** If Closing Balance is negative, provide explanation: _____

The following disbursements were paid in Cash: (☐ Check here if cash disbursements were authorized by United States Trustee)

| Date | Amount | Payee | Purpose | Reason for Cash Disbursement |
|-------------|--------|-------|---------|------------------------------|
| None | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

The following non-payroll disbursements were made from this account:

| Date | Amount | Payee | Purpose | Reason for Cash Disbursement |
|-------------|--------|-------|---------|------------------------------|
| None | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

(a) The total of this line on Attachment 4A, 4B and 4C plus the total of 4D must equal the amount reported as "Ending Balance" on Schedule of Receipts and Disbursements (Page MOR-2, Line 7).

Attachment 4D
Investment Accounts and Petty Cash Report

Investment accounts

Each savings and investment account, i.e. certificates of deposits, money market accounts, stocks and bonds, etc., should be listed separately. Attach copies of account statements.

Type of Nego: Certificate of Deposit (account ending -9742)

| Instrument | Face Value | Purchase Price | Date of Purchase | Current Market Value |
|---|------------|----------------|------------------|-------------------------|
| Bank of Amer | \$800,000 | \$800,000 | 31-Mar-14 | \$800,957.55 |
| SEE ATTACHED RENEWAL CERTIFICATE \$801,019.91 GL adjusted in August 2016 | | | | |
| MATURES SEPT 20, 2017 | | | | |
| 34 BOA CD 9742 - 07.2016 | | | | |
| TOTAL | | | | <u>\$800,957.55</u> (a) |

Petty Cash Report

The following Petty Cash Drawers/Accounts are maintained:

| | (Column 2) Maximum amount of cash in Drawer/Acct | (Column 3) Amount of petty cash on hand at end of month | (Column 4) Difference between (Column 2) and (Column 3) |
|-------------------------------|---|---|---|
| Location of Box/Account | | | |
| | | | \$ - |
| SEE SCHEDULE ATTACHED | | | \$ - |
| 35 10030 Premier - Petty Cash | | | #VALUE! |
| | | | \$ - |
| Total | \$ | - | (b) |

For any Petty Cash Disbursements over \$100 per transaction, attach copies of receipts. If there are no receipts, provide an explanation.

None

TOTAL INVESTMENT ACCOUNTS AND PETTY CASH (a + b) _____ (c)

(c) The total of this line on Attachment 4A, 4B and 4C plus the total of 4D must equal the amount reported as "Ending Balance" on Schedule of Receipts and Disbursements (Page MOR-2, Line 7).

Attachment 6
Monthly tax report

Name of Debtor: PREMIER EXHIBITIONS MANAGEMENT, LLC Case Number: 3:16-bk-02233-PMG

Reporting period beginning 01-Jul-16 Period ending 31-Jul-16

TAXES OWED AND DUE

Report all unpaid post-petition taxes including Federal and State withholding FICA, State sales tax, property tax, unemployment tax, State workmen's compensation, etc.

| Name of taxing authority | Date payment due | Description | Amount | Date last tax return filed | Tax return period |
|--------------------------|------------------|-------------|--------------|----------------------------|-------------------|
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| Total | | | <u>\$Nil</u> | | |

Attachment 7**Summary of Officer or Owner Compensation****Summary of personnel and insurance coverages**Name of Debtor: PREMIER EXHIBITIONS MANAGEMENT, LI Case Number: 3:16-bk-02233-PMGReporting period
beginning 01-Jul-16 Period ending 31-Jul-16**TAXES OWED AND DUE**

Report all forms of compensation received by or paid on behalf of the Officer or Owner during the month. Include car allowances, payments to retirement plans, loan repayments, payments of Officer/Owner's personal expenses, insurance premium payments, etc. Do not include reimbursement for business expenses Officer or Owner incurred and for which detailed receipts are maintained in the accounting records.

| Name of officer or owner | Title | Payment description | Amount paid |
|--------------------------|-----------------|---------------------|----------------------------|
| Michael Little | Former CFO | Bi-weekly salary | \$ 9,715.00 |
| Jerome Henshall | CFO | Bi-weekly salary | |
| Jessica Sanders | Corp. Secretary | Bi-weekly salary | \$ 3,485.00 |
| Total | | | <u><u>\$ 13,200.00</u></u> |

PERSONNEL REPORT

| | Full time | Part time |
|---|------------------|------------------|
| Number of employees at beginning of period | <u>33</u> | <u>76</u> |
| Number hired during the period | <u>1</u> | <u>3</u> |
| Number terminated or resigned during period | <u>1</u> | <u>0</u> |
| Number of employees on payroll at end of period | <u><u>33</u></u> | <u><u>79</u></u> |

CONFIRMATION OF INSURANCE

List all policies of insurance in effect, including but not limited to workers' compensation, liability, fire, theft, comprehensive, vehicle, health and life. For the first report, attach a copy of the declaration sheet for each type of insurance. For subsequent reports, attach a certificate of insurance for any policy in which a change occurs during the month (new carrier, increased policy limits, renewal, etc.).

No change**The following lapse in insurance coverage occurred this month:**

| Policy Type | Date Lapsed | Date Reinstated | Reason for Lapse |
|-------------|-------------|-----------------|------------------|
| None | | | |
| | | | |
| | | | |

☐ Check here if U. S. Trustee has been listed as Certificate Holder for all insurance policies.

Attachment 8

Significant Developments During Reporting Period

Information to be provided on this page, includes, but is not limited to: (1) financial transactions that are not reported on this report, such as the sale of real estate (attach closing statement); (2) non-financial transactions, such as the substitution of assets or collateral; (3) modifications to loan agreements; (4) change in senior management, etc. Attach any relevant documents.

- 1) Termination of Michael Little, Chief Financial Officer, on July 21, 2016. Salary paid through till July 31, 2016
Salary was \$252,000
- 2) Hiring of Chief Financial Officer, Jerome Henshall
Salary to be \$180,000

We anticipate filing a Plan of Reorganization and Disclosure Statement on or before TO BE DETERMINED.